

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 812.
FILED, SEPTEMBER 27th, 1962.

GWILLIM LAKE GOLD MINES LIMITED

Full corporate name of Company

Ontario Letters Patent - 28th June, 1945

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous
Filing Statement No. 406.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

OCT 18 1962

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Filing Statement is provided to show a list of the Company's holdings as of 14th September, 1962, and changes in its portfolio which have taken place during the period from 1st April, 1962 to 14th September, 1962. See Schedules "A" and "B" on page 2.
2. Head office address and any other office address.	Suite 405, 67 Yonge Street, Toronto, Ontario
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>President and Director - Victor H. Waddell, 103 Avenue Road, Toronto, Ont. Customers Man, J.P. Cannon & Co. Limited</p> <p>Secretary-Treasurer and Director - Everett E. Ott, R.R. #1, Unionville, Ontario, Chartered Accountant and Chartered Secretary</p> <p>Director - David H. Martin, 3570 Queenston Drive, Erindale, Ontario, Accountant</p> <p>Director - Max Isaacs, 2380 St. Louis, Ville St. Laurent, Montreal, Quebec, Company Executive</p> <p>Director - Lorne K. Smith, 1374 Broadmoor, Port Credit, Ontario, Mining Executive</p>
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 6,000,000 Issued: 6,000,000
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Securities in other companies owned by the Company which were purchased on margin were hypothecated with member firms of the Toronto Stock Exchange against moneys owing to such firms by the Company arising out of the purchase of the said securities.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	No underwriting, sale or option agreement relative to the Company's shares exists or is proposed.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	N/A
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	No immediate future development plans are contemplated at the present time.
10. Brief statement of company's chief development work during past year.	The Company carried on no development work during the past year. It maintained in good standing the 10 mining claims acquired by it in the Duncan Lake Area, Quebec, and also its 15 claims in the Township of McKenzie, Chibougamau, Quebec. The Company also arranged for the staking of 25 claims in the Township of Steele, Ontario. During the past year the Company's 18 claims in Panet and Bellechasse Townships Quebec, and the 8 claims at Crackingstone Point, Lake Athabaska, Saskatchewan, were allowed to lapse.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	N/A

FINANCIAL STATEMENTS

GWILLIM LAKE GOLD MINES LIMITED

BALANCE SHEET

AS AT SEPTEMBER 14, 1962

ASSETS

Current Assets:-

Cash on Deposit in Bank	\$	1,011.85
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Shares in Other Companies:-

Marketable Shares at Cost

(Quoted Market Value \$107,575.00)	\$	305,891.30
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Other Shares at Cost or less	5,805.00	311,696.30
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Capital Assets At Cost:-

Mining Properties	1,008,000.00	
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Machinery & Equipment	967.40	1,008,967.40
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Deferred Expenditures:-

Exploration and Administration	274,617.26	
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Organization Expenses	3,214.50	277,831.76
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\$ 1,599,507.31

LIABILITIES AND CAPITAL

Current Liabilities:-

Accounts Payable	\$	8,346.97
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Amount Owing to Brokers	178,302.20	\$ 186,649.17
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Capital and Deficit:-

Capital Stock:-

Authorized:- 6,000,000 Shrs Par Value \$1.00 each

Issued as Fully-Paid:-

6,000,000 Shares	\$	6,000,000.00
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Less: Discount Thereon	(4,352,170.75)	1,647,829.25
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\$ 1,834,478.42

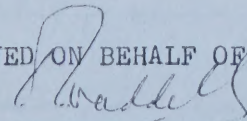
Deficit Account:-

Balance forward August 31, 1961	\$	303,311.44
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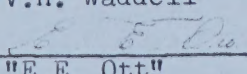
Less: Profit from Sale of Investments	(68,340.33)	(234,971.11)
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\$ 1,599,507.31

APPROVED ON BEHALF OF THE BOARD



"V.H. Waddell" Director



"E.E. Ott" Director

GWILLIM LAKE GOLD MINES LIMITED

SCHEDULE "A"

SHARES IN OTHER COMPANIES AS AT SEPTEMBER 14, 1962

Marketable Shares

<u>Name</u>	<u>No. Shares</u>	<u>Market Value Sept. 14, 1962</u>	<u>Book Value Or Cost</u>
Chromium Mining & Smelting Corp. Ltd.	9,500	\$ 17,100.00	\$ 42,102.80
San-Antonio Gold Mines Ltd.	192,500	90,475.00	263,788.50

Other Shares

Argon Welding Industries Ltd.	* 5,000		5,000.00
Roxton Mining & Development Corp. Ltd.	* 200,000		1.00
Woolgar Grubstake Syndicate	* 8(units)		800.00
Northern Mining Services	* 8,000		1.00
Strick Uranium Mines Limited	* 100,000		1.00
Hallport Mines Ltd.	* 25,000		1.00
North Star Mines Limited	* 20,000		1.00

*There is no quoted market value at the present time on these shares.

\$ 107,575.00 \$ 311,696.30

All of the shares of Chromium Mining and Smelting Corporation Ltd. and San Antonio Gold Mines Ltd. owned by the Company are pledged with brokers as security for the Company's indebtedness to them.

GWILLIM LAKE GOLD MINES LIMITED

SCHEDULE OF SHARES IN OTHER COMPANIES "B"

BOUGHT AND SOLD

FROM APRIL 1, 1962 TO SEPTEMBER 14, 1962

<u>Name</u>	<u>No. Shares Bought</u>	<u>Cost</u>	<u>No. Shares Sold</u>	<u>Amount Received From Sale</u>
San-Antonio Gold Mines Ltd.	91,400	\$ 159,404.00		
Forty Four Mines Limited	1,000	730.00	16,095	2,641.99
Chromium Mining & Smelting Corporation Limited			21,700	\$ 105,773.00
Consolidated Marcus Gold Mines Limited			20,000	12,446.46
S.K.D. Manufacturing Co. Ltd.			6,500	80,372.50
		\$ 160,134.00		\$ 201,233.95

APPROVED ON BEHALF OF THE BOARD

V.H. Waddell

Director

"V.H. Waddell"

Director

"E.E. Ott"

GWILLIM LAKE GOLD MINES LIMITED

EXPLORATION AND ADMINISTRATION EXPENDITURES

FROM SEPTEMBER 1, 1961 TO SEPTEMBER 14, 1962

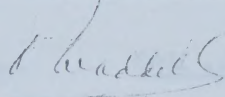
Exploration Expenditures

Licenses, Fees & Taxes \$ 423.75


Administration Expenditures

Audit Fees	\$ 425.00	
Annual Report to Shareholders	261.53	
Accounting, Secretarial & Head Office	1,625.00	
General Expenses	57.57	
Government Fees	95.00	
Interest and Bank Charges	13,510.66	
President's Salary	6,500.00	
Stock Certificates	101.75	
Transfer Agent's Fees	710.16	
Legal Fees & Expenses	<u>1,213.54</u>	<u>24,500.21</u>
		<u>\$ 24,923.96</u>

APPROVED ON BEHALF OF THE BOARD


"V.H. Waddell"

Director


"E. E. Ott"

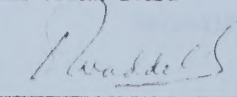
Director

GWILLIM LAKE GOLD MINES LIMITED

Statement of any material changes in the
items on the Balance Sheet since the date thereof
September 14, 1962

This is to certify that there is no material change
in the items on the Balance Sheet of Gwillim Lake
Gold Mines Limited since the date thereof.

On behalf of the Board


"V.H. Waddell"

Director


"E.E. Ott"

Director

GWILLIM LAKE GOLD MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FROM THE DATE OF THE LAST PUBLISHED BALANCE SHEET AUGUST 31, 1961

SEPTEMBER 1, 1961 TO SEPTEMBER 14, 1962

Source of Funds:-

Profit from Sale of Marketable Securities	\$ 68,340.33
Classified as Current Assets	

Application of Funds:-

Cash consideration for acquisition of Mining Claims Twp. #3215 Prov. of Quebec	\$ 7,000.00	
Exploration and Administration (Per Schedule)	<u>24,923.96</u>	<u>31,923.96</u>
Increase in Working Capital (See Below)		<u>\$ 36,416.37</u>

	August 31, 1961	September 14, 1962	Increase (Decrease) in Working Capital
<u>Working Capital Changes</u>			
<u>Current Assets:-</u>			
Cash in Bank	\$	\$ 1,011.85	\$ 1,011.85
Marketable Securities	<u>286,937.98</u>	<u>305,891.30</u>	<u>18,953.32</u>
	<u>\$ 286,937.98</u>	<u>\$ 306,903.15</u>	<u>\$ 19,965.17</u>
<u>Current Liabilities</u>			
Accounts Payable	\$ 461.81	\$ 8,346.97	\$ 7,885.16
Bank Overdraft	32.21		(32.21)
Amount Owing to Brokers	<u>202,606.35</u>	<u>178,302.20</u>	<u>(24,304.15)</u>
	<u>\$ 203,100.37</u>	<u>\$ 186,649.17</u>	<u>\$ 16,451.20</u>
<u>Working Capital</u>	<u>\$ 83,837.61</u>	<u>\$ 120,253.98</u>	<u>\$ 36,416.37</u>

APPROVED ON BEHALF OF THE BOARD

"V.H. Waddell"

Director

"E.E. Ott"

Director

13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	400,000 shares subject to release, transfer, hypothecation, assignment or other alienation upon the written consent of the Ontario Securities Commission. 289,795 shares subject to release pro rata only with the consent of the Toronto Stock Exchange and the Board of Directors of the Company.																
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<table> <tr> <td>Alma Mary (Melanson) Coffin and Leslie D. Gardner, Executors of the Estate of Lee Kemp Coffin, deceased, 90 Sunnyside Ave., Westmount, Quebec</td><td>72,000 shs.</td></tr> <tr> <td>The Eastern Trust Co., 134 St. James St. W. Montreal, Quebec</td><td>36,000 shs.</td></tr> <tr> <td>Inspiration Mining & Development Co. Ltd. 209-355 St. James St. W., Montreal, Quebec</td><td>72,000 shs.</td></tr> <tr> <td>Walter Rangeley, 39 Cascade Street, Parry Sound, Ontario</td><td>72,000 shs.</td></tr> <tr> <td>Fred Findley, in trust, Manager, Imperial Bank of Canada, King & York Sts. Toronto (Victor H. Waddell, beneficial owner)</td><td>112,500 shs.</td></tr> <tr> <td>Karl J. Springer, 4 Robinwood, Toronto 10</td><td>54,400 shs.</td></tr> <tr> <td>Mrs. Bella Isaacs, 4953 Kent Avenue, Montreal, Quebec</td><td>112,500 shs.</td></tr> <tr> <td>G. Edgar Mallen, Suite 415, 62 Richmond Street West, Toronto</td><td>64,795 shs.</td></tr> </table>	Alma Mary (Melanson) Coffin and Leslie D. Gardner, Executors of the Estate of Lee Kemp Coffin, deceased, 90 Sunnyside Ave., Westmount, Quebec	72,000 shs.	The Eastern Trust Co., 134 St. James St. W. Montreal, Quebec	36,000 shs.	Inspiration Mining & Development Co. Ltd. 209-355 St. James St. W., Montreal, Quebec	72,000 shs.	Walter Rangeley, 39 Cascade Street, Parry Sound, Ontario	72,000 shs.	Fred Findley, in trust, Manager, Imperial Bank of Canada, King & York Sts. Toronto (Victor H. Waddell, beneficial owner)	112,500 shs.	Karl J. Springer, 4 Robinwood, Toronto 10	54,400 shs.	Mrs. Bella Isaacs, 4953 Kent Avenue, Montreal, Quebec	112,500 shs.	G. Edgar Mallen, Suite 415, 62 Richmond Street West, Toronto	64,795 shs.
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15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table> <tr> <td>Doherty Roadhouse & Co., 335 Bay Street, Toronto</td><td>462,221 shs.</td></tr> <tr> <td>Wheeler & Company, 200 Bay Street, Toronto</td><td>237,960 shs.</td></tr> <tr> <td>Craig Forget & Co. Limited, 204 Notre Dame Street W., Montreal, Quebec</td><td>189,000 shs.</td></tr> <tr> <td>Biggar & Crawford, 170 Bay Street, Toronto</td><td>172,022 shs.</td></tr> <tr> <td>S.J. Brooks & Co., 185 Bay Street, Toronto</td><td>151,500 shs.</td></tr> </table> <p>The signatories hereto have no knowledge of the beneficial owners of the above shares.</p>	Doherty Roadhouse & Co., 335 Bay Street, Toronto	462,221 shs.	Wheeler & Company, 200 Bay Street, Toronto	237,960 shs.	Craig Forget & Co. Limited, 204 Notre Dame Street W., Montreal, Quebec	189,000 shs.	Biggar & Crawford, 170 Bay Street, Toronto	172,022 shs.	S.J. Brooks & Co., 185 Bay Street, Toronto	151,500 shs.						
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16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The present management may be in a position to materially affect control of the Company if it is able to obtain proxies from the largest shareholders referred to in Item 15.																
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See attached Schedule "A" on page 3.																
18. Brief statement of any lawsuits pending or in process against company or its properties.	<p>Bache & Co., 360 Bay Street, Toronto, Stock Brokers, and Watt & Watt Limited, Stock Brokers, 6 Jordan Street, Toronto, have secured default judgment against the Company in the respective amounts of \$106,604.60 and \$20,000.00, being the balances of running brokers accounts for shares purchased and sold by the Plaintiffs for the Company's accounts. The plaintiff brokers retain the following securities purchased for the Company as security for indebtedness which, when sold, will reduce the amounts owing on the judgments:</p> <table> <tr> <td>Bache & Co.</td><td>9,500 Chromium Mining and Smelting Corporation Ltd.</td></tr> <tr> <td></td><td>107,200 San Antonio Gold Mines Ltd.</td></tr> <tr> <td>Watt & Watt Limited</td><td>27,000 San Antonio Gold Mines Ltd.</td></tr> </table>	Bache & Co.	9,500 Chromium Mining and Smelting Corporation Ltd.		107,200 San Antonio Gold Mines Ltd.	Watt & Watt Limited	27,000 San Antonio Gold Mines Ltd.										
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19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	By agreement dated 19th May, 1961, the Company arranged for John R. Lill to stake 25 claims in the Township of Steele, Ontario, for the Company at a cost of \$1,000.00. The Company agreed within twenty-four months from 19th May, 1961, to (a) cause the incorporation of a new public company and transfer to it the said 25 claims in consideration of the maximum number of shares permitted by the Ontario Securities Commission and to transfer to the staker one-third of the shares, of which 90% would be escrowed; or (b) re-transfer the claims to the staker.																
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	During May and June, 1962, the Company sold its holdings in S.K.D. Manufacturing Co. Ltd. and certain shares of Chromium Mining and Smelting Corporation Ltd. through a member firm of the Toronto Stock Exchange. The purchaser of the shares was San Antonio Gold Mines Ltd. Part of the proceeds of the sales were used to purchase in the open market 91,400 shares of San Antonio Gold Mines Ltd. The sellers of these shares are unknown to the Company. Victor H. Waddell, Max Isaacs and Everett E. Ott, directors of the Company, are also directors of San Antonio Gold Mines Ltd. and Forty-four Mines Ltd., a subsidiary of San Antonio Gold Mines Ltd. Max Isaacs is also a director of S.K.D. Manufacturing Co. Ltd. Victor H. Waddell is a Customers Man for the broker who handled the share transactions above mentioned and as such received commissions on the transactions at the rate permitted by the Toronto Stock Exchange. The purchases of shares in other companies by the Company where permitted were made on margin within the rules permitted by the Toronto Stock Exchange. The shares of the Company are not in the course of primary distribution.																

CERTIFICATE OF THE COMPANY

DATED 19 September, 1962

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"V.H. Waddell"

"E.E. Ott"

GWILLIM LAKE GOLD MINES LIMITED

CORPORATE

President

Secretary-Treasurer

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)